

**IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE: LIBOR-BASED FINANCIAL INSTRUMENTS ANTITRUST LITIGATION	MDL No. 2262 (NRB)
THIS DOCUMENT RELATES TO:	
MAYOR AND CITY COUNCIL OF BALTIMORE, et al., Plaintiffs, v. CREDIT SUISSE AG, et al., Defendants.	No. 11-cv-5450 (NRB)

**[PROPOSED] ORDER APPROVING OTC PLAINTIFFS'
NOTICE PROGRAM AND PRELIMINARY APPROVAL OF
PLAN OF DISTRIBUTION**

This matter having come before the Court by way of OTC Plaintiffs' Motion for an Order Approving Notice Program and Preliminary Approval of Plan of Distribution;

and the Court finding that the Notice Program satisfies the requirements of Federal Rule of Civil Procedure 23(c)(2)(b) and due process in that they constitute the best notice practicable under the circumstances;

and the Court finding that the proposed Plan of Distribution is reasonable and rational and should be sent to Class Members for their review prior to the Final Approval Hearing;

IT IS on this ____ day of _____, 2017;

ORDERED that Plaintiffs' Motion for an Order Approving Notice Program and Preliminary Approval of Plan of Distribution is **GRANTED** as follows:

1. The Plan of Distribution set forth in Exhibit 1 to the Declaration of Seth Ard is preliminarily approved. The use of the modeling from Dr. Douglas Bernheim, as described in the Memorandum of Law and Plan of Distribution, is preliminarily approved only for purposes of the Plan of Distribution and not for any other purpose in this litigation. Rust Consulting, Inc. (“Claims Administrator”) shall cause the Long Form Notice, attached as Exhibit 1 to the Declaration of Shannon Wheatman, to be disseminated to OTC Class Members for which Defendants have provided address information by October 30, 2017, or 30 days following the entry of this Order, whichever date is later, via first class mail (the “Long Form Notice Date”).

2. The Claims Administrator shall cause the Publication Notice, Exhibit 2 to the Declaration of Shannon Wheatman, to be published beginning on October 30, 2017, or one week following the Long Form Notice Date, whichever date is later. The Publication Notice will appear for approximately four weeks.

3. The media for the Publication Notice shall include, *inter alia*: *Barron’s*; *Financial Times*; *Investor’s Business Daily*; *The Wall Street Journal*; *Bloomberg Businessweek*; *The Economist*; *CFO Magazine*; *Financial Advisor*; *Modern Trader*; *Institutional Investor*; *Investment Advisor*; *InvestmentNews*; *Pensions & Investments*; *Technical Analysis of Stocks & Commodities*; *The Bond Buyer*; *CFA Institute Financial NewsBrief*; *Traders Magazine Online News*; the *Linkedin* website; and the *PlanSponsor* website.

4. The Claims Administrator shall post the Publication and Long Form Notices on a litigation specific website and establish a toll-free telephone number, listed on the Long Form and Publication Notices, by the Long Form Notice Date.

5. The Claims Administrator shall establish a post office box where class members can send requests for exclusion or other correspondence relating to the class notice.

6. The final approval brief and the request for attorneys' fees and expenses will be due December 15, 2017.

7. The deadlines to object to the settlement, object to the request for attorneys' fees and expenses, or to request exclusion from the settlement, will be January 2, 2018 ("Objection and Opt Out Deadline").

8. The deadlines to file reply memoranda concerning the final approval, the request for attorney's fees and expenses, or any objections thereto, shall be January 9, 2018, or one week following the Objection and Opt Out Deadline, whichever is later.

9. The Claims Administrator shall keep track of any and all objections and requests for exclusion; such information shall be furnished to the Court either in connection with the final approval briefing or, if objections and requests for exclusion are made after that brief is filed, such information shall be furnished to the Court in connection with the reply briefs.

10. A final approval hearing is set for January 16, 2018, or such other time as is convenient to the Court, but no earlier than one week after the deadline for reply memoranda in support of the motion for final approval, the request for attorneys' fees and expenses, and responding to any objections lodged to the settlement.

Hon. Naomi Rice Buchwald
UNITED STATES DISTRICT JUDGE